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*Bankruptcy Counsel to Lead Plaintiff
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**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

In re:

PG&E CORPORATION

- and -

PACIFIC GAS AND ELECTRIC
COMPANY,

Debtors.

- ☒ Affects Both Debtors
☐ Affects PG&E Corporation
☐ Affects Pacific Gas and Electric Company

Case No. 19-30088 (DM) (Lead Case)

Chapter 11

(Jointly Administered)

**NOTICE OF APPEAL AND STATEMENT OF
ELECTION TO HAVE APPEAL HEARD BY
DISTRICT COURT**

1 NOTICE IS HEREBY GIVEN that Public Employees Retirement Association of New
2 Mexico (“**Lead Plaintiff**”), the court-appointed lead plaintiff in the securities class action
3 captioned as *In re PG&E Corporation Securities Litigation*, Case No. 18-03509 (the “**Securities**
4 **Litigation**”) pending in the United States District Court for the Northern District of California,
5 on behalf of itself and the proposed class it represents in the Securities Litigation, together with
6 York County on behalf of the County of York Retirement Fund, City of Warren Police and Fire
7 Retirement System, and Mid-Jersey Trucking Industry & Local No. 701 Pension Fund, hereby
8 appeals from the *Order (I) Denying Securities Lead Plaintiff’s Motion to Apply Bankruptcy Rule*
9 *7023 to Class Proof of Claim and (II) Extending Bar Date for Certain Holders of Securities*
10 *Claims for Rescission or Damages* entered on February 27, 2020 [ECF No. 5943] (the “**Rule**
11 **7023 Order**”) and the related *Memorandum Decision Regarding Motion to Apply Rule 7023*
12 entered on February 24, 2020 [ECF No. 5887] (the “**Rule 7023 Memorandum**”). Copies of the
13 foregoing are attached hereto as **Exhibit A** and **Exhibit B** respectively.
14

15 Pursuant to 28 U.S.C. § 158(c) and Bankruptcy Rule 8005(a), Lead Plaintiff elects to
16 have its appeal from the Rule 7023 Order and Rule 7023 Memorandum heard by the United
17 States District Court for the Northern District of California rather than by the Bankruptcy
18 Appellate Panel for the Ninth Circuit.
19

20 The names of all parties to the Rule 7023 Order and Rule 7023 Memorandum other than
21 Lead Plaintiff, and the names, addresses, and telephone numbers of their respective attorneys,
22 are:
23
24
25
26
27
28

Party	Counsel
Debtors	<p>WEIL, GOTSHAL & MANGES LLP Stephen Karotkin (<i>pro hac vice</i>) Ray C. Schrock, P.C. (<i>pro hac vice</i>) Jessica Liou (<i>pro hac vice</i>) Matthew Goren (<i>pro hac vice</i>) 767 Fifth Avenue New York, NY 10153-0119 Telephone: 212 310 8000 Fax: 212 310 8007 stephen.karotkin@weil.com ray.schrock@weil.com jessica.liou@weil.com matthew.goren@weil.com</p> <p>KELLER BENVENUTTI KIM LLP Tobias S. Keller (#151445) Jane Kim (#298192) 650 California Street, Suite 1900 San Francisco, CA 94108 Telephone: 415 496 6723 Fax: 650 636 9251 tkeller@kellerbenvenutti.com jkim@kellerbenvenutti.com</p>
Official Committee of Tort Claimants	<p>BAKER & HOSTETLER LLP Robert A. Julian (SBN 88469) Cecily A. Dumas (SBN 111449) 1160 Battery Street, Suite 100 San Francisco, CA 94111 Telephone: 628 208 6434 Fax: 310 820 8859 rjulian@bakerlaw.com cdumas@bakerlaw.com</p> <p>BAKER & HESTETLER LLP Eric E. Sagerman (SBN 155496) David J. Richardson (SBN 168592) Lauren T. Attard (SBN 320898) 11601 Wilshire Blvd., Suite 1400 Los Angeles, CA 90025-0509 Telephone: 310 442 8875 Fax: 310 820 8859 esagerman@bakerlaw.com drichardson@bakerlaw.com lattard@bakerlaw.com</p>

1
2 Dated: March 6, 2020

**LOWENSTEIN SANDLER LLP
MICHELSON LAW GROUP**

3
4 By: /s/ Randy Michelson

Randy Michelson (SBN 114095)

5 *Bankruptcy Counsel to Lead Plaintiff and the Class*

6 - and -

7 **LABATON SUCHAROW LLP**

8 *Lead Counsel to Lead Plaintiff and the Class*

9 - and -

10
11 **WAGSTAFFE, VON LOEWENFELDT, BUSCH
& RADWICK, LLP**

12 *Liaison Counsel for the Class*

13 - and -

14
15 **ROBBINS GELLER RUDMAN & DOWD LLP**

16 *Counsel for the Securities Act Plaintiffs*

17 - and -

18
19 **VANOVERBEKE, MICHAUD & TIMMONY,
P.C.**

20 *Additional Counsel for the Securities Act Plaintiffs*

EXHIBIT A



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Signed and Filed: February 27, 2020

DENNIS MONTALI
U.S. Bankruptcy Judge

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Attorneys for Debtors and Debtors in Possession

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

In re:

PG&E CORPORATION,

- and -

**PACIFIC GAS AND ELECTRIC
COMPANY,**

Debtors.

- ☐ Affects PG&E Corporation
☐ Affects Pacific Gas and Electric Company
☒ Affects both Debtors

** All papers shall be filed in the Lead Case, No. 19-30088 (DM).*

Bankruptcy Case No. 19-30088 (DM)

Chapter 11 (Lead Case) (Jointly Administered)

ORDER (I) DENYING SECURITIES LEAD PLAINTIFF'S MOTION TO APPLY BANKRUPTCY RULE 7023 TO CLASS PROOF OF CLAIM AND (II) EXTENDING BAR DATE FOR CERTAIN HOLDERS OF SECURITIES CLAIMS FOR RESCISSION OR DAMAGES

Re: Docket Nos. 5042, 5369, 5375

1 The Court having considered the *Securities Lead Plaintiff's Motion to Apply Bankruptcy*
2 *Rule 7023 to Class Proof of Claim*, dated December 9, 2019 [Docket No. 5042] (together with
3 all declarations, replies, and supplemental pleadings filed in support thereof, the “**7023 Motion**”)
4 filed by the Public Employees Retirement Association of New Mexico (the “**Lead Plaintiff**” or
5 “**PERA**”), and the objections and responses to the 7023 Motion filed by PG&E Corporation and
6 Pacific Gas and Electric Company, as debtors and debtors in possession (collectively, “**PG&E**”
7 or the “**Debtors**”), and the Official Committee of Tort Claimants (the “**Tort Claimants**
8 **Committee**”) [Docket Nos. 5369 and 5375]; and the Court having held a hearing on January 29,
9 2020, to hear argument and consider the relief requested in the 7023 Motion; and the Court
10 having issued a *Tentative Ruling Regarding Motion to Apply Rule 7023 and Order Setting*
11 *Deadline* on February 3, 2020 [Docket No. 5604] (the “**Tentative Ruling**”), in which the Court
12 requested additional briefing as to why an extension of the October 21, 2019 deadline for filing
13 proofs of claim in the Chapter 11 Cases (the “**Original Bar Date**”), as previously established by
14 Order of the Court dated July 1, 2019 [Docket No. 2806] (the “**Bar Date Order**”), would not be
15 preferable to the allowance of a class proof of claim as requested by the Lead Plaintiff; and the
16 Court having considered the subsequent pleadings submitted in response to the Tentative Ruling
17 and having issued its *Memorandum Decision Regarding Motion to Apply Rule 7023* [Docket No.
18 5887] and the *Court's Intention Re: Proposed Order* [Docket No. 5888]; and upon all of the
19 proceedings had before this Court and after due deliberation and sufficient cause appearing
20 therefor,

21 **IT IS HEREBY ORDERED THAT:**

- 22 1. The 7023 Motion is denied.
- 23 2. The Original Bar Date will be extended to **Midnight on April 16, 2020**
24 **(Prevailing Pacific Time)** (the “**Extended Securities Claims Bar Date**”) solely with respect to
25 those persons or entities (the “**Securities Claimants**”) that purchased or acquired the Debtors’
26 publicly traded debt and/or equity securities identified on **Exhibit A** hereto (the debt securities
27 listed therein, the “**Debt Securities**”; the equity securities listed therein, the “**Equity Securities**”;
28 and together, the “**Debt or Equity Securities**”) during the period from April 29, 2015 through

1 November 15, 2018, inclusive, and who may have claims under the securities laws against the
2 Debtors for rescission or damages (the “**Rescission or Damage Claims**”).

3 3. The form of notice of the Extended Securities Claims Bar Date, substantially in
4 the form annexed hereto as **Exhibit B** (the “**Rescission or Damage Claim Bar Date Notice**”), is
5 hereby approved.

6 4. Any holders of Rescission or Damage Claims shall be required to file Rescission
7 or Damage Proofs of Claim prior to the Extended Securities Claims Bar Date utilizing the
8 customized proof of claim form, substantially in the form annexed hereto as **Exhibit C** (the
9 “**Rescission or Damage Claim Proof of Claim Form**”), which Rescission or Damage Claim
10 Proof of Claim Form conforms substantially to Official Bankruptcy Form 410 and is hereby
11 approved.¹

12 5. Within two (2) business days of the entry of this Order, the indenture trustee(s)
13 for the Debt Securities and the transfer agent(s) for the Equity Securities shall provide to the
14 Debtors the list(s) of all registered holders of the Debt Securities (if any) and Equity Securities
15 that purchased the Debt or Equity Securities during the period from April 29, 2015 through
16 November 15, 2018, inclusive. Further, within eight (8) business days of entry of this Order, the
17 Debtors shall cause to be mailed (i) a Rescission or Damage Claim Proof of Claim Form, and (ii)
18 the Rescission or Damage Claim Bar Date Notice, to all registered holders of the Debt or Equity
19 Securities from April 29, 2015 through November 15, 2018 to the extent available and as
20 provided by the Debtors’ indenture trustee(s) and transfer agent(s), respectively.

21 6. In addition, within two (2) business days of entry of this Order, the Debtors shall
22 cause to be mailed (i) a Rescission or Damage Claim Proof of Claim Form, and (ii) the
23 Rescission or Damage Claim Bar Date Notice, to the banks, brokers, and financial institutions
24 (or their agents) that might have purchased the Debt or Equity Securities in “street name” on
25 behalf of the underlying beneficial owners of those Debt or Equity Securities during the period
26

27 ¹ Official Bankruptcy Form No. 410 can be found at
28 <http://www.uscourts.gov/forms/bankruptcyforms/proof-claim-0>, the Official Website for the
United States Bankruptcy Courts.

1 from April 29, 2015 through November 15, 2018, inclusive (collectively, including their agents,
2 the “**Nominees**”). With their mailing, the Debtors shall include instructions to the Nominees
3 concerning the requirements in subparagraphs (a) – (c) below.

4 (a) Such Nominees SHALL EITHER: (i) **WITHIN SEVEN (7)**
5 **CALENDAR DAYS** of receipt of the Rescission or Damage Claim Bar Date Notice and the
6 Rescission or Damage Claim Proof of Claim Form, request from the Debtors sufficient copies of
7 the notice and claim form to forward to all such beneficial owners and **WITHIN SEVEN (7)**
8 **CALENDAR DAYS** of receipt of those notices and claim forms forward them to all such
9 beneficial owners; or (ii) **WITHIN SEVEN (7) CALENDAR DAYS** of receipt of the
10 Rescission or Damage Claim Bar Date Notice and the Rescission or Damage Claim Proof of
11 Claim Form, provide a list of the names and addresses of all such beneficial owners to the
12 Debtors and the Debtors are ordered to send the notices and claim forms promptly to such
13 identified beneficial owners.
14

15 (b) Nominees who elect to send the Rescission or Damage Claim Bar Date
16 Notice and the Rescission or Damage Claim Proof of Claim Form to their beneficial owners
17 **SHALL ALSO** send a statement to the Debtors confirming that the mailing was made and shall
18 retain their mailing records for use in connection with any further notices that may be provided
19 in these Chapter 11 Cases.
20

21 (c) If it is the Nominee’s customary and accepted practice to forward such
22 materials to beneficial owners by e-mail, e-delivery, or any other method of electronic or printed
23 communication, the Nominees are authorized to follow those customary practices, **WITHIN**
24 **SEVEN (7) CALENDAR DAYS** of receipt of the materials, in lieu of sending actual printed
25 copies of the Rescission or Damage Claim Proof of Claim Form and the Rescission or Damage
26 Claim Bar Date Notice.
27
28

1 7. The Debtors shall post the Rescission or Damage Claim Bar Date Notice and the
2 Rescission or Damage Claim Proof of Claim Form on the website maintained by Prime Clerk,
3 LLC (“**Prime Clerk**”), the Court- appointed claims and noticing agent in these Chapter 11
4 Cases, at <https://restructuring.primeclerk.com/pge/> (the “**Case Website**”).

5 8. A Rescission or Damage Claim Proof of Claim Form submitted by a Securities
6 Claimant shall be deemed timely filed if it is **actually received on or before Midnight on April**
7 **16, 2020 (Prevailing Pacific Time)** by Prime Clerk (i) via first class mail, overnight courier, or
8 hand delivery at the addresses set forth in the Rescission or Damage Claim Bar Date Notice, or
9 (ii) electronically through the Electronic Filing System on the Case Website, as described in the
10 Rescission or Damage Claim Bar Date Notice. Proofs of Claim sent by facsimile, telecopy, or
11 electronic mail transmission (other than Proofs of Claim filed electronically through the
12 Electronic Filing System) will not be accepted; *provided, however*, that institutions with more
13 than 100 transactions in the Debt or Equity Securities may contact Prime Clerk for instructions
14 on how to file their claims electronically.

15 9. Any Securities Claimant must file, or have their authorized agent or attorney file,
16 a Rescission or Damage Claim Proof of Claim Form on account of such claimant’s Rescission or
17 Damage Claim even if such claimant may be included in, or represented by, a purported class
18 action, class suit, class Proof of Claim, or similar representative action filed against the Debtors
19 with respect to such claimant’s Rescission or Damage Claim.

20 10. Notice of the Extended Securities Claim Bar Date as provided herein shall be
21 deemed good and sufficient notice to all Securities Claimants of the requirement to file a
22 Rescission or Damage Claim by the Extended Securities Claim Bar Date. Securities Claimants
23 who do not file a Rescission or Damage Claim by the Extended Securities Claim Bar Date may
24 not vote or receive a distribution under any Plan of Reorganization on account of such Claim,
25 and such Claim will be subject to discharge. If such Rescission or Damage Claim is discharged,
26 the Securities Claimant will be forever barred and prevented from asserting the Rescission or
27 Damage Claim against the Debtors or their property.

1 11. Any person or entity who has already filed a Rescission or Damage Claim with
2 Prime Clerk against the Debtors utilizing a claim form that substantially conforms to the
3 Rescission or Damage Claim Proof of Claim Form or Official Form No. 410 is not required to
4 file another Proof of Claim Form on account of such Claim.

5 12. The Debtors are authorized to take all steps necessary or appropriate to carry out
6 this Order.

7 13. This Court shall retain jurisdiction to hear and determine all matters arising from
8 or related to the implementation, interpretation, or enforcement of this Order.

9 ** END OF ORDER **

Exhibit A

The Debt or Equity Securities

Issuer of Securities	Securities Description	CUSIP Number	ISIN Number
PG&E Corp	Common Stock (including any option contracts related thereto)	69331C108	US69331C1080
Pacific Gas & Electric Co	Preferred 6% Dividend PERPETUAL	694308206	US6943082064
Pacific Gas & Electric Co	Preferred 5 PERP/CALL	694308503	US6943085034
Pacific Gas & Electric Co	Preferred 5.5 PERPETUAL	694308305	US6943083054
Pacific Gas & Electric Co	Preferred 4.36 PERP/CALL	694308883	US6943088830
Pacific Gas & Electric Co	Preferred 4.5 PERP/CALL	694308800	US6943088004
Pacific Gas & Electric Co	Preferred 4.8 PERP/CALL	694308701	US6943087014
Pacific Gas & Electric Co	Preferred 5 PERP/CALL	694308602	US6943086024
Pacific Gas & Electric Co	Preferred 5 PERPETUAL	694308404	US6943084045
Pacific Gas & Electric Co	3.95% due 12/1/2047	694308HY6	US694308HY69
Pacific Gas & Electric Co	3.95% due 12/1/2047	694308HX8	US694308HX86
Pacific Gas & Electric Co	3.95% due 12/1/2047	U69430AF0	USU69430AF01
Pacific Gas & Electric Co	4% due 12/1/2046	694308HR1	US694308HR19
Pacific Gas & Electric Co	4.25% due 3/15/2046	694308HN0	US694308HN05
Pacific Gas & Electric Co	4.75% due 2/15/2044	694308HH3	US694308HH37
Pacific Gas & Electric Co	4.3% due 3/15/2045	694308HL4	US694308HL49
Pacific Gas & Electric Co	5.125% due 11/15/2043	694308HF7	US694308HF70
Pacific Gas & Electric Co	4.6% due 6/15/2043	694308HD2	US694308HD23
Pacific Gas & Electric Co	3.75% due 8/15/2042	694308HA8	US694308HA83
Pacific Gas & Electric Co	4.45% due 4/15/2042	694308GZ4	US694308GZ44
Pacific Gas & Electric Co	4.5% due 12/15/2041	694308GY7	US694308GY78
Pacific Gas & Electric Co	5.4% due 1/15/2040	694308GS0	US694308GS01
Pacific Gas & Electric Co	6.25% due 3/1/2039	694308GQ4	US694308GQ45
Pacific Gas & Electric Co	6.35% due 2/15/2038	694308GM3	US694308GM31
Pacific Gas & Electric Co	5.8% due 3/1/2037	694308GJ0	US694308GJ02
Pacific Gas & Electric Co	5.8% due 3/1/2037	694308GK7	US694308GK74
Pacific Gas & Electric Co	6.05% due 3/1/2034	694308GE1	US694308GE15
Pacific Gas & Electric Co	6.05% due 3/1/2034	694308GH4	US694308GH46
Pacific Gas & Electric Co	4.65% due 8/1/2028	694308JA6	US694308JA65
Pacific Gas & Electric Co	4.65% due 8/1/2028	U69430AH6	USU69430AH66
Pacific Gas & Electric Co	3.3% due 12/1/2027	694308HW0	US694308HW04

Issuer of Securities	Securities Description	CUSIP Number	ISIN Number
Pacific Gas & Electric Co	3.3% due 12/1/2027	U69430AE3	USU69430AE36
Pacific Gas & Electric Co	3.3% due 12/1/2027	694308HV2	US694308HV21
Pacific Gas & Electric Co	3.3% due 3/15/2027	694308HS9	US694308HS91
Pacific Gas & Electric Co	2.95% due 3/1/2026	694308HP5	US694308HP52
Pacific Gas & Electric Co	3.5% due 6/15/2025	694308HM2	US694308HM22
Pacific Gas & Electric Co	3.4% due 8/15/2024	694308HK6	US694308HK65
Pacific Gas & Electric Co	3.75% due 2/15/2024	694308HG5	US694308HG53
Pacific Gas & Electric Co	3.85% due 11/15/2023	694308HE0	US694308HE06
Pacific Gas & Electric Co	4.25% due 8/1/2023	694308HZ3	US694308HZ35
Pacific Gas & Electric Co	4.25% due 8/1/2023	U69430AG8	USU69430AG83
Pacific Gas & Electric Co	3.25% due 6/15/2023	694308HC4	US694308HC40
Pacific Gas & Electric Co	2.45% due 8/15/2022	694308HB6	US694308HB66
Pacific Gas & Electric Co	3.25% due 9/15/2021	694308GW1	US694308GW
Pacific Gas & Electric Co	4.25% due 5/15/2021	694308GV3	US694308GV30
Pacific Gas & Electric Co	3.5% due 10/1/2020	694308GT8	US694308GT83
CA INFRA ECON DEV-F	Municipal Bond 1.75% due 11/1/2026	13034ASX9	US13034ASX99
CALIFORNIA ST INFRAST	Municipal Bond 1.75% due 11/1/2026	13034ASZ4	US13034ASZ48
CA PCR DLY PAPER-PACI	Municipal Bond 4% due 11/1/2026	130534XA3	US130534XA35
CA PCR VAR-REF-B-PACI	Municipal Bond 3.5% due 11/1/2026	130534XL9	US130534XL99
CA PCR DLY-PAC-E-CONV	Municipal Bond 3.5% due 11/1/2026	130534XX3	US130534XX38
CA INFRA-RF-VAR-A-PAC	Municipal Bond 3.75% due 11/1/2026	13033W3H4	US13033W3H41
CA PCR DLY-REF-F-PACI	Municipal Bond 3.25% due 11/1/2026	130534XD7	US130534XD73
CA INFR-VR-RF-B-PACIF	Municipal Bond 3.75% due 11/1/2026	13033W3J0	US13033W3J07
CA PCR VAR CAPCO MADR	Municipal Bond ADJ% due 9/1/2019	130535BA4	US130535BA48
CA POLLUTN-REF-C-PACI	Municipal Bond 3.5% due 12/1/2023	130534ZR4	US130534ZR42
SOLANO IRR REF-MONTIC	Municipal Bond 5.47% due 1/1/2020	834125BC9	US834125BC98
SOLANO IRR DIST DIV 1	Municipal Bond 9.15% due 1/1/2020	834125AN6	US834125AN62
SOLANO IRR-UNREF-#2	Municipal Bond 9.25% due 1/1/2020	834125BG0	US834125BG03
SOLANO IRR DIST DIV 2	Municipal Bond 9.25% due 1/1/2020	834125AM8	US834125AM89

Issuer of Securities	Securities Description	CUSIP Number	ISIN Number
Pacific Gas & Electric Co	7.25% due 8/1/2026	694308EV5	US694308EV57
Pacific Gas & Electric Co	7.25% due 8/1/2026	694308FF9	US694308FF98
Pacific Gas & Electric Co	7.25% due 8/1/2026	694308EX1	US694308EX14
Pacific Gas & Electric Co	7.25% due 8/1/2026	694308FR3	US694308FR37
Pacific Gas & Electric Co	7.25% due 8/1/2026	694308FZ5	US694308FZ52
Pacific Gas & Electric Co	7.25% due 3/1/2026	694308EM5	US694308EM58
Pacific Gas & Electric Co	7.25% due 3/1/2026	694308ET0	US694308ET02
Pacific Gas & Electric Co	7.25% due 3/1/2026	694308FQ5	US694308FQ53
Pacific Gas & Electric Co	7.25% due 3/1/2026	694308FY8	US694308FY87
Pacific Gas & Electric Co	8% due 10/1/2025	694308EP8	US694308EP89
Pacific Gas & Electric Co	8% due 10/1/2025	694308EL7	US694308EL75
Pacific Gas & Electric Co	8% due 10/1/2025	694308FM4	US694308FM40
Pacific Gas & Electric Co	8% due 10/1/2025	694308FG7	US694308FG71
Pacific Gas & Electric Co	8% due 10/1/2025	694308EK9	US694308EK92
Pacific Gas & Electric Co	8.375% due 5/1/2025	694308EF0	US694308EF08
Pacific Gas & Electric Co	8.375% due 5/1/2025	694308EJ2	US694308EJ20
Pacific Gas & Electric Co	8.375% due 5/1/2025	694308FX0	US694308FX05
Pacific Gas & Electric Co	8.8% due 5/1/2024	694308DV6	US694308DV66
Pacific Gas & Electric Co	7.05% due 3/1/2024	694308FB8	US694308FB84
Pacific Gas & Electric Co	7.05% due 3/1/2024	694308FP7	US694308FP70
Pacific Gas & Electric Co	6.75% due 10/1/2023	694308EY9	US694308EY96
Pacific Gas & Electric Co	6.75% due 10/1/2023	694308EZ6	US694308EZ61
Pacific Gas & Electric Co	8.25% due 11/1/2022	694308EQ6	US694308EQ62
Pacific Gas & Electric Co	8.25% due 11/1/2022	694308EG8	US694308EG80
Pacific Gas & Electric Co	8.25% due 11/1/2022	694308EN3	US694308EN32
Pacific Gas & Electric Co	8.25% due 11/1/2022	694308FJ1	US694308FJ11
Pacific Gas & Electric Co	8.25% due 11/1/2022	694308FW2	US694308FW22
Pacific Gas & Electric Co	2.54138% due 11/28/2018	694308HU4	US694308HU48
Pacific Gas & Electric Co	2.54138% due 11/28/2018	694308HT7	US694308HT74
Pacific Gas & Electric Co	2.54138% due 11/28/2018	U69430AD5	USU69430AD52
Pacific Gas & Electric Co	8.25% due 10/15/2018	694308GN1	US694308GN14
Pacific Gas & Electric Co	5.625% due 11/30/2017	694308GL5	US694308GL57
Pacific Gas & Electric Co	1.51778% due 11/30/2017	694308HQ3	US694308HQ36
Pacific Gas & Electric Co	0.45835% due 5/11/2015	694308HJ9	US694308HJ92
CA INFRA-RF-E-PACIFIC	Municipal Bond 2.25% due 11/1/2026	13033W3Z4	
CA INFRA-RF-C-PACIFIC	Municipal Bond due 12/1/2016	13033W3G6	

Issuer of Securities	Securities Description	CUSIP Number	ISIN Number
CA POLLUTN-REF-A-PACI	Municipal Bond 3.5% due 12/1/2023	130534ZP8	
CA INFRA REF-GAS-F	Municipal Bond 3.75% due 11/1/2026	13033WU84	
CA INFRA-RF-D-PACIFIC	Municipal Bond due 12/1/2016	13033W3K7	
CA ECON-VAR-RF-E-3/11	Municipal Bond ADJ% due 11/1/2026	13033WF81	
CA INFRA VAR-B-PACIFI	Municipal Bond ADJ% due 11/1/2026	13033WSA2	
CA DEV VAR-A-PACIFIC	Municipal Bond ADJ% due 11/1/2026	13033WG31	
CA INFRA VAR-A-PACIFI	Municipal Bond ADJ% due 11/1/2026	13033WRZ8	
CA PCR DLY-REF-G-PACI	Municipal Bond ADJ% due 2/1/2016	130534XE5	
CA ECON-VAR-RF-F-3/12	Municipal Bond ADJ% due 11/1/2026	13033WF99	
CA DEV VAR-C-PACIFIC	Municipal Bond due 12/1/2016	13033WG56	
CA INFRA VAR-F-PACIFI	Municipal Bond ADJ% due 11/1/2026	13033WSE4	
CA PCR-REF-A-PAC	Municipal Bond 5.35% due 12/1/2016	130534WY2	
CA POLLUTN-REF-D-PACI	Municipal Bond 3.5% due 12/1/2023	130534ZS2	
CA ECON-VAR-RF-D-3/11	Municipal Bond due 12/1/2016	13033WF73	
CA ECON-VAR-RF-3/14	Municipal Bond due 12/1/2018	13033WG23	
CA DEV VAR-B-PACIFIC	Municipal Bond ADJ% due 11/1/2026	13033WG49	
CA INFRA VAR-C-PACIFI	Municipal Bond due 12/1/2016	13033WSB0	
CA INFRA VAR-D-PACIFI	Municipal Bond due 12/1/2016	13033WSC8	
CA INFRA VAR-E-PACIFI	Municipal Bond due 12/1/2016	13033WSD6	
CA INFRA VAR-G-PACIFI	Municipal Bond due 12/1/2018	13033WSF1	
CA INFRA VAR-GAS-PACIFI	Municipal Bond due 12/1/2018	13033WU92	

Issuer of Securities	Securities Description	CUSIP Number	ISIN Number
CA INFRA VAR-REF-PACI	Municipal Bond ADJ% due 11/1/2026	13033WW25	
CA INFRA VAR-PACIFIC	Municipal Bond ADJ% due 11/1/2026	13033WW33	
CA INFRA VAR-PACIFIC	Municipal Bond due 12/1/2016	13033WW41	
CA INFRA VAR-PACIFIC	Municipal Bond due 12/1/2016	13033WW58	
CA POLLUTN-REF-B-PACI	Municipal Bond 3.5% due 12/1/2023	130534ZQ6	
NEVADA IRR YUBA PAC	Municipal Bond 3.75% due 7/1/2013	641321BT0	
CA POLLT-PAC GAS-REMK	Municipal Bond 4.75% due 12/1/2023	130534A83	
CA POOLT-PAC GAS-REMK	Municipal Bond 4.75% due 12/1/2023	130534B25	
CA POOLT-PCS GAS REMK	Municipal Bond 4.75% due 12/1/2023	130534B33	
CA POLLT-PAC GAS-REMK	Municipal Bond 4.75% due 12/1/2023	130534B66	
CA POLLT-PAC GAS-REMK	Municipal Bond 4.75% due 12/1/2023	130534A91	
SOLANO IRR-REF-MONTIC	Municipal Bond 5.29% due 1/1/2016	834125AY2	
SOLANO IRR-UNREF-#2	Municipal Bond 9.15% due 1/1/2020	834125BF2	

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Exhibit B
The Rescission or Damage Claim Bar Date Notice

1 UNITED STATES BANKRUPTCY COURT
2 NORTHERN DISTRICT OF CALIFORNIA
3 SAN FRANCISCO DIVISION

4 In re:

5 PG&E CORPORATION,
6 - and -
7 PACIFIC GAS AND ELECTRIC
COMPANY,
Debtors.

Bankruptcy Case No. 19-30088 (DM)
Chapter 11 (Lead Case)
(Jointly Administered)

NOTICE OF EXTENDED DEADLINE
FOR FILING CERTAIN SECURITIES
CLAIMS FOR RESCISSION OR
DAMAGES

NAME OF DEBTOR AND LAST FOUR DIGITS OF FEDERAL TAX IDENTIFICATION NUMBER	CASE NUMBER
PG&E Corporation (4914)	19-30088 (DM)
Pacific Gas and Electric Company (2640)	19-30089 (DM)

TO ALL THOSE WHO PURCHASED OR ACQUIRED PG&E PUBLICLY TRADED
DEBT OR EQUITY SECURITIES DURING THE PERIOD
APRIL 29, 2015 THROUGH NOVEMBER 15, 2018

IMPORTANT COURT ORDERED NOTICE

YOU ARE RECEIVING THIS NOTICE BECAUSE YOU MAY HAVE PURCHASED OR
ACQUIRED SECURITIES OF PG&E CORPORATION, PACIFIC GAS AND ELECTRIC
COMPANY, OR BOTH, FROM APRIL 29, 2015 THROUGH NOVEMBER 15, 2018
(INCLUSIVE) AND MAY BE ENTITLED TO A RECOVERY IN THE
PG&E CHAPTER 11 CASES.

YOU HAVE BEEN GIVEN ADDITIONAL TIME BY THE BANKRUPTCY COURT TO
FILE A CLAIM IN THE PG&E CHAPTER 11 CASES FOR RESCISSION OR DAMAGES
BASED UPON YOUR PURCHASE OR ACQUISITION OF SUCH SECURITIES. IF YOU
WISH TO FILE SUCH A CLAIM, PLEASE FOLLOW THE INSTRUCTIONS BELOW.

ADDITIONAL INFORMATION IS AVAILABLE ONLINE AT:

<https://restructuring.primeclerk.com/PGE/EPOC-Index>

On January 29, 2019, PG&E Corporation and Pacific Gas and Electric Company
("Debtors") each filed for relief under Chapter 11 of the Bankruptcy Code. Later, the Court set a
deadline of October 21, 2019, for creditors to file proofs of claim with respect to prepetition claims
against the Debtors ("Original Bar Date"). That deadline was later extended to December 31, 2019

1 for claims to be filed based upon the widely-publicized deadly and damaging wildfires that
2 occurred in 2015, 2017 and 2018 in Northern California.

3 On January 31, 2020, the Debtors filed their latest proposed Chapter 11 Plan of
4 Reorganization [Docket No. 5590] and then on February 7, 2020, their Proposed Disclosure
5 Statement to accompany that Plan [Docket No. 5700]. When approved by the Court, the Disclosure
6 Statement will set forth relevant information to assist creditors and shareholders whose claims or
7 equity interests will be affected by the Plan to determine whether to vote for or against it. The
8 Debtors have begun the process of notifying creditors and current shareholders of the schedule for
9 approval of the Proposed Disclosure Statement, the deadline for submission of ballots for or against
10 the Plan (May 15, 2020), the deadline for filing objections to confirmation of the Plan (May 15,
11 2020), and other relevant information. [See Docket Nos. 5733 and 5835].

12 The procedures for sending and publishing notice of the Original Bar Date were extensive
13 but the Court has concluded that they did not adequately notify prospective creditors, like investors,
14 who may have claims that are based on their belief that they have suffered losses as a result of
15 alleged inadequate or fraudulent disclosure or non-disclosure of information about the Debtors that
16 may have led them to purchase publicly traded debt and/or equity securities during the period from
17 April 29, 2015 through November 15, 2018, inclusive (“**Rescission or Damage Claims**”). For this
18 reason, **April 16, 2020 at Midnight (Prevailing Pacific Time)**, has been fixed by the Court as the
19 extended deadline to file Rescission or Damage Claims. **IF YOU HAVE A RESCISSION OR**
20 **DAMAGE CLAIM AGAINST ONE OR BOTH OF THE DEBTORS, YOU MUST FILE A**
21 **CUSTOMIZED PROOF OF CLAIM FORM (THE “RESCISSION OR DAMAGE CLAIM**
22 **PROOF OF CLAIM FORM”) SO THAT IT IS RECEIVED ON OR BEFORE MIDNIGHT**
23 **ON APRIL 16, 2020 (PREVAILING PACIFIC TIME) OR YOUR CLAIM AGAINST THE**
24 **DEBTORS WILL BE DISCHARGED AND FOREVER BARRED.**

25 The Plan presently classifies Rescission or Damage Claims of purchasers of debt securities
26 separately from purchasers of equity securities. Regardless of which type of security was
27 purchased, Section 510(b) of the Bankruptcy Code subordinates (places lower) Rescission or
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1 Damage Claims based upon purchases of debt securities to all other creditors; and it also
2 subordinates Rescission or Damage Claims based upon purchases of equity securities even lower, to
3 the same level of treatment as holders of other equity securities.

4 The Debtors have advised the Court and represented in their Plan and Proposed Disclosure
5 Statement that allowed Rescission or Damage Claims based upon purchases of debt securities they
6 issued will be UNIMPAIRED (meaning they will be paid in full under the Plan). Thus holders of
7 Rescission or Damage Claims based upon purchases of debt securities will not vote for or against
8 the Plan and they will not be provided a Disclosure Statement. Thus, the fact that the current
9 deadline for filing objections to the Proposed Disclosure Statement will have passed before April
10 16, 2020 should not affect those claimholders. Still, **holders of Rescission or Damage Claims**
11 **must file proofs of claim by no later than Midnight on April 16, 2020 (Prevailing Pacific**
12 **Time).**

13 The Plan also provides that it does IMPAIR holders of equity securities and any Rescission
14 or Damage Claims that are based on the purchase of equity securities of PG&E Corporation
15 (meaning allowed claims or interests based upon equity securities will not be paid in full). The fact
16 that the deadline to object to the adequacy of the Proposed Disclosure Statement will occur before
17 April 16, 2020 is a concern of the Court that must be dealt with in the coming weeks. Parties
18 affected will be given notice in the future, possibly with the notice of the hearing on Confirmation
19 of the Plan and the deadline to file objections. Nevertheless, **all holders of Rescission or Damage**
20 **Claims must file proofs of claim by Midnight on April 16, 2020 (Prevailing Pacific Time).**

21 The following deadlines are also provided for all parties' information:

22 May 15, 2020 at 4:00 p.m.	Deadline for (i) submitting Ballots to
23	accept or reject the Plan and (ii) filing
24	and serving objections to Plan
	confirmation.
25 May 19, 2020 at 10:00 a.m.	Pre-confirmation scheduling conference.
26 May 22, 2020 at 4:00 p.m.	Deadline for Debtors, Shareholder
27	Proponents, and other parties in interest
28	to file replies to Plan confirmation

objections.

May 27, 2020 at 10:00 a.m. First day of Confirmation Hearing.

WHO MUST SUBMIT A RESCISSION OR DAMAGE CLAIM PROOF OF CLAIM FORM

You may have a Rescission or Damage Claim against either of the Debtors if you purchased or acquired PG&E's publicly traded debt and/or equity securities from April 29, 2015 through November 15, 2018, inclusive. If you believe you have suffered losses as a result of allegedly false statements and omissions and other conduct by the Debtors you or your authorized agent or attorney **MUST** file a Rescission or Damage Claim Proof of Claim Form **so that it is actually received on or before Midnight on April 16, 2020 (Prevailing Pacific Time)** utilizing the enclosed, customized claim form. **IF YOU DO NOT, YOUR CLAIM AGAINST THE DEBTORS MAY BE DISCHARGED AND FOREVER BARRED.**

Under section 101(5) of the Bankruptcy Code and as used in this notice, the word "claim" means a right to (a) payment, whether such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured, or unsecured; or (b) an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured, or unsecured. **The fact that you have received this notice does not mean that you have a claim or that the Debtors or the Bankruptcy Court believe that you have a claim against the Debtors.**

You **DO NOT** need to file another Proof of Claim if you already filed a Proof of Claim on account of your Rescission or Damage Claim in the Chapter 11 Cases. You also **DO NOT** need to file a Proof of Claim if you did not purchase or acquire publicly traded debt or equity securities of the Debtors from April 29, 2015 through November 15, 2018 and your claim is based solely on your current and continuous ownership of such securities.

1 **YOU OR YOUR AUTHORIZED AGENT OR ATTORNEY MUST FILE A**
2 **RESCISSION OR DAMAGE CLAIM PROOF OF CLAIM FORM ON ACCOUNT OF**
3 **YOUR RESCISSION OR DAMAGE CLAIM EVEN IF YOU MAY BE INCLUDED IN, OR**
4 **REPRESENTED BY, A PURPORTED CLASS ACTION, CLASS SUIT, CLASS PROOF OF**
5 **CLAIM, OR SIMILAR REPRESENTATIVE ACTION FILED AGAINST THE DEBTORS**
6 **WITH RESPECT TO YOUR CLAIM.**

7 **PROCEDURES FOR FILING A RESCISSION OR**
8 **DAMAGE CLAIM PROOF OF CLAIM FORM**

9 **ALL RESCISSION OR DAMAGE CLAIM PROOF OF CLAIM FORMS MUST BE**
10 **FILED SO AS TO BE ACTUALLY RECEIVED ON OR BEFORE MIDNIGHT ON APRIL**
11 **16, 2020 (PREVAILING PACIFIC TIME) AS FOLLOWS:**

<p>12 If electronically:</p> <p>13 Through the website established by the Debtors’</p> <p>14 Court-approved claims and noticing agent,</p> <p>15 Prime Clerk LLC (“Prime Clerk”), located at</p> <p>16 https://restructuring.primeclerk.com/pge</p> <p>17 (the “Case Website”), using the interface</p> <p>18 available under the linked entitled “Submit a</p> <p>19 Claim” (the “Electronic Filing System”).</p> <p>20 Claimants with more than 100 transactions in</p> <p>21 the Debtors’ securities may contact Prime Clerk</p> <p>22 for instructions on how to file their claims</p> <p>23 electronically.</p>	<p>24 If by first class mail:</p> <p>25 PG&E Corporation Claims Processing Center</p> <p>26 c/o Prime Clerk LLC</p> <p>27 Grand Central Station, PO Box 4850</p> <p>28 New York, NY 10163-4850</p> <p>29 If by overnight courier or hand delivery:</p> <p>30 PG&E Corporation Claims Processing Center</p> <p>31 c/o Prime Clerk LLC</p> <p>32 850 Third Avenue, Suite 412</p> <p>33 Brooklyn, NY 11232</p>
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34 Rescission or Damage Claim Proof of Claim Forms will be deemed timely filed only when
35 actually received at the addresses listed above or via the Electronic Filing System, on or before
36 Midnight on April 16, 2020 (Prevailing Pacific Time). If you submit a Rescission or Damage Claim
37 Proof of Claim Form via the Electronic Filing System, you will receive an email confirmation
38 generated by the Electronic Filing System with an image of your filed Rescission or Damage Claim
39 Proof of Claim Form. **Rescission or Damage Proof of Claim Forms may not be delivered by**
40 **facsimile, telecopy, or electronic mail transmission (other than Proofs of Claim filed**

1 **electronically through the Electronic Filing System).** Additional Rescission or Damage Claim
2 Proof of Claim Forms and instructions may be obtained from Prime Clerk at the Case Website.

3 All Rescission or Damage Claim Proof of Claim Forms must be **signed** by the claimant or
4 an authorized agent of the claimant. It must be written in English and the amount, if known, must
5 be denominated in United States currency (using the exchange rate, if applicable, as of the Petition
6 Date). You also should attach to your completed Proof of Claim any documents on which the claim
7 is based (if voluminous, attach a summary) or explanation as to why the documents are not
8 available.

9 Your Rescission or Damage Claim Proof of Claim Form must **not** contain complete social
10 security numbers or taxpayer identification numbers (include only the last four (4) digits), a
11 complete birth date (only the year), the name of a minor (include only the minor's initials), or a
12 financial account number (only the last four (4) digits of such account number). This information
13 must be redacted from your claim form.

14 **IF YOU ARE ASSERTING A RESCISSION OR DAMAGE CLAIM AGAINST
15 MORE THAN ONE DEBTOR, SEPARATE PROOFS OF CLAIM MUST BE FILED
16 AGAINST EACH SUCH DEBTOR AND YOU MUST IDENTIFY ON YOUR PROOF OF
17 CLAIM THE SPECIFIC DEBTOR AGAINST WHICH YOUR RESCISSION OR DAMAGE
18 CLAIM IS ASSERTED AND THE CASE NUMBER OF THAT DEBTOR'S CHAPTER 11
19 CASE. A LIST OF THE NAMES OF THE DEBTORS AND THEIR CASE NUMBERS IS SET
20 FORTH ABOVE.**

21 YOU MUST CHECK ALL CUSIP NUMBERS ON ANNEX A, PART I OF THE
22 RESCISSION OR DAMAGE CLAIM PROOF A CLAIM FORM THAT ARE THE BASIS OF
23 YOUR CLAIM. FOR EACH CUSIP LISTED ON ANNEX A, PART I, YOU MUST ALSO
24 SUBMIT A SEPARATE CORRESPONDING ANNEX A, PART II. (FOR EXAMPLE, IF YOU
25 ARE ASSERTING A RESCISSION OR DAMAGE CLAIM ON ACCOUNT OF THREE (3)
26 CUSIPS, YOU MUST SUBMIT THREE (3) CORRESPONDING VERSIONS OF ANNEX A,
27 PART II. ANY RESCISSION OR DAMAGE CLAIM PROOF OF CLAIM FORM THAT LACKS
28 A CHECKED BOX ON ANNEX A, PART I WILL BE DEEMED INVALID.

**CONSEQUENCES OF FAILING TO FILE A RESCISSION OR DAMAGE CLAIM PROOF
OF CLAIM FORM BY MIDNIGHT ON APRIL 16, 2020 (PREVAILING PACIFIC TIME)**

1 **THE EXTENDED DEADLINE FOR FILING RESCISSION OR DAMAGE CLAIMS**
2 **IS MIDNIGHT ON APRIL 16, 2020 (PREVAILING PACIFIC TIME). ANY PERSON OR**
3 **ENTITY WHO HAS A RESCISSION OR DAMAGE CLAIM AND DOES NOT FILE A**
4 **RESCISSION OR DAMAGE CLAIM PROOF OF CLAIM FORM BY THAT DATE AND**
5 **TIME MAY NOT VOTE OR RECEIVE A DISTRIBUTION UNDER ANY PLAN OF**
6 **REORGANIZATION AND SUCH CLAIM WILL BE SUBJECT TO DISCHARGE.**
7 **FURTHER, IF SUCH RESCISSION OR DAMAGE CLAIM IS DISCHARGED, THE**
8 **POTENTIAL CLAIMANT WILL BE FOREVER BARRED AND PREVENTED FROM**
9 **ASSERTING THE RESCISSION OR DAMAGE CLAIM AGAINST THE DEBTORS OR**
10 **THEIR PROPERTY.**

11 **ADDITIONAL INFORMATION ON THE CHAPTER 11 CASES**

12 Copies of all of the documents filed in the Chapter 11 Cases can be viewed and/or obtained:
13 (i) by accessing the Bankruptcy Court's website at <http://www.canb.uscourts.gov>, (ii) by contacting
14 the Office of the Clerk of the Bankruptcy Court at 450 Golden Gate Avenue, San Francisco, CA
15 94102, or (iii) from Prime Clerk at the Case Website. Note that a PACER password is needed to
16 access documents on the Bankruptcy Court's website. If you require additional information
regarding this notice, you may contact Prime Clerk at (844) 627-5328 (toll free) for U.S.-based
parties; at +1 (347) 226-7122 for International parties or by e-mail at: pgeinfo@primeclerk.com.

17 **Please note that Prime Clerk cannot provide legal advice. A holder of a potential**
18 **Rescission or Damage Claim against the Debtors should consult an attorney with respect to**
19 **any legal advice it believes it may need.**

20 **SPECIAL NOTICE TO SECURITIES BROKERS AND NOMINEES**

21 If you purchased or acquired PG&E publicly traded debt and/or equity securities **during**
22 **the period from April 29, 2015 through November 15, 2018, inclusive**, for the beneficial
23 interest of a person or entity other than yourself, the Court has directed that **WITHIN SEVEN (7)**
24 **CALENDAR DAYS OF YOUR RECEIPT OF THIS NOTICE, YOU MUST EITHER:** (a)
25 provide to Prime Clerk the name and last known address of each person or entity for whom or
26 which you purchased or acquired the securities; or (b) request additional copies of this Notice and
27 the Rescission or Damage Claim Proof of Claim Form from Prime Clerk, which will be provided
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1 to you free of charge, and **WITHIN SEVEN (7) CALENDAR DAYS** of receipt, mail the Notice
2 and Claim Form directly to all the beneficial owners of those securities. All communications
3 concerning the foregoing should be addressed to Prime Clerk Prime Clerk at (844) 627-5328 (toll
4 free) for U.S.-based parties; at +1 (347) 226-7122 for International parties or by e-mail at:
5 pgeinfo@primeclerk.com.

6 Dated: February [•], 2020

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8 **WEIL, GOTSHAL & MANGES LLP**
9 **KELLER & BENVENUTTI LLP**
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Exhibit C

The Rescission or Damage Claim Proof of Claim Form

United States Bankruptcy Court, Northern District of California

Fill in this information to identify the case
(Select only one Debtor per claim form):

☐ PG&E Corporation (19-30088)

☐ Pacific Gas and Electric Company (19-30089)

Official Form 410

Rescission or Damage Claim Proof of Claim

04/19

This form is for purchasers of the Debtors' publicly traded debt and/or equity securities listed on Annex A during the period from April 29, 2015 through November 15, 2018, inclusive, who are asserting claims against the Debtors for rescission or damages under the securities laws and Section 510(b) of the Bankruptcy Code. Read the instructions before filing this Rescission or Damage Claim Proof of Claim Form.

THIS FORM IS TO BE USED ONLY FOR CLAIMANTS THAT PURCHASED OR ACQUIRED THE DEBTORS' PUBLICLY TRADED DEBT AND/OR EQUITY SECURITIES LISTED ON ANNEX A FROM APRIL 29, 2015 THROUGH NOVEMBER 15, 2018 TO ASSERT CLAIMS FOR RESCISSION OR DAMAGES UNDER THE SECURITIES LAWS AND SECTION 510(b) OF THE BANKRUPTCY CODE AND NOT ANY OTHER CLAIMS.

DO NOT USE THIS FORM TO ASSERT A CLAIM IF YOU DID NOT PURCHASE OR ACQUIRE PUBLICLY TRADED DEBT OR EQUITY SECURITIES OF THE DEBTORS FROM APRIL 29, 2015 THROUGH NOVEMBER 15, 2018 AND YOUR CLAIM IS BASED SOLELY ON YOUR CURRENT AND CONTINUOUS OWNERSHIP OF SUCH SECURITIES.

Filers must leave out or partially redact SSNs/TINs/birthdates/names of minors/full account numbers. Attach redacted copies of any documents that support the claim. Do not send original documents; they may be destroyed after scanning. If the documents are not available, explain in an attachment.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Fill in all the information about the claim as of January 29, 2019, the date these Chapter 11 Cases were filed. For purposes of this form, "creditor" means the beneficial owner of the securities that form the basis of the claim

Identify the Claim

1. Who is the current creditor?

Name of the current creditor (the person or entity to be paid for this claim)

Other names the creditor used with the Debtor

2. Has this claim been acquired from someone else?

☐ No

☐ Yes. From whom?

3. Are you asserting a Claim for rescission or damages under the securities laws and Section 510(b) of the Bankruptcy Code?

Check the box below to indicate whether you are asserting a claim for rescission or damages under the securities laws and section 510(b) of the Bankruptcy Code, arising from the purchase and/or acquisition of the Debtors' publicly traded debt and/or equity securities during the period from April 29, 2015 through November 15, 2018. You are directed to check only one box below:

- ☐ Debt Securities;
- ☐ Equity Securities; or
- ☐ Debt Securities and Equity Securities

Please also check all applicable CUSIP(s) on Annex A, Part I (attached hereto) for the equity or debt securities to which this Proof of Claim applies (hereinafter "the Securities"). If you purchased/acquired multiple CUSIPs, you must make additional copies of Annex A, Part II, so that you submit a separate corresponding Annex A, Part II for each CUSIP, with the requested documentation.

In addition to completing this Rescission or Damage Claim Proof of Claim Form, including checking the appropriate boxes on Annex A, Part I and providing the detail in Annex A, Part II, you are also required to attach to this Rescission or Damage Claim Proof of Claim Form any applicable detail regarding your purchases/acquisition of the securities from April 29, 2015 through November 15, 2018.

Once you have completed Annex A, Part I and Part II, please affix them to this Rescission or Damage Claim Proof of Claim Form. If you are submitting your Proof of Claim electronically, you will be asked to scan all Annex A, Part I and Part II and supporting documentation. If you have numerous transactions to report in Annex A, Part II, Claimants with more than 100 transactions in the Debtors' securities may contact Prime Clerk for instructions on how to file their claims electronically

4. Where should notices and payments to the creditor be sent?

Federal Rule of Bankruptcy Procedure (FRBP) 2002(g)

Where should notices to the creditor be sent?

Name _____

Number _____ Street _____

City _____ State _____ ZIP Code _____

Contact phone _____

Contact email _____

Where should payments to the creditor be sent? (if different)

Name _____

Number _____ Street _____

City _____ State _____ ZIP Code _____

Contact phone _____

Contact email _____

5. Does this claim amend one already filed?

- ☐ No
- ☐ Yes. Claim number on court claims registry (if known) _____

Filed on ____ / ____ / ____
MM / DD / YYYY

6. Do you know if anyone else has filed a proof of claim for this claim?

- ☐ No
- ☐ Yes. Who made the earlier filing? _____

Give Information About the Claim as of January 29, 2019

7. Do you have any number you use to identify the debtor?

☐ No

☐ Yes. Last 4 digits of the debtor's account or any number you use to identify the debtor: _____

8. How much is the claim? \$ _____

Does this amount include interest or other charges?

☐ No

☐ Yes. Attach statement itemizing interest, fees, expenses, or other charges required by Bankruptcy Rule 3001(c)(2)(A).

9. Is all or part of the claim secured?

☐ No

☐ Yes. The claim is secured by a lien on property.

Nature of property:

☐ Real estate. If the claim is secured by the debtor's principal residence, file a *Mortgage Proof of Claim Attachment* (Official Form 410-A) with this *Proof of Claim*.

☐ Motor vehicle

☐ Other. Describe: _____

Basis for perfection: _____

Attach redacted copies of documents, if any, that show evidence of perfection of a security interest (for example, a mortgage, lien, certificate of title, financing statement, or other document that shows the lien has been filed or recorded.)

Value of property: \$ _____

Amount of the claim that is secured: \$ _____

Amount of the claim that is unsecured: \$ _____ (The sum of the secured and unsecured amounts should match the amount in line 7.)

Amount necessary to cure any default as of the date of the petition: \$ _____

Annual Interest Rate (when case was filed) _____ %

☐ Fixed

☐ Variable

10. Is this claim subject to a right of setoff?

☐ No

☐ Yes. Identify the property: _____

Part 3: Sign Below

The person completing this proof of claim must sign and date it. FRBP 9011(b).

If you file this claim electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what a signature is.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Check the appropriate box:

- ☐ I am the creditor.
☐ I am the creditor's attorney or authorized agent.
☐ I am the trustee, or the debtor, or their authorized agent. Bankruptcy Rule 3004.
☐ I am a guarantor, surety, endorser, or other codebtor. Bankruptcy Rule 3005.

I understand that an authorized signature on this *Proof of Claim* serves as an acknowledgment that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

I have examined the information in this *Proof of Claim* and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on date _____ (mm/dd/yyyy)

Signature

Print the name of the person who is completing and signing this claim:

Name

First name

Middle name

Last name

Title

Company

Identify the corporate servicer as the company if the authorized agent is a servicer.

Address

Number

Street

City

State

ZIP Code

Contact phone

Email

Annex A Part I

Check all relevant boxes below. If you purchased multiple CUSIPs, you must make additional copies of Part II.

Check One Box Below	Issuer of Securities	Securities Description	CUSIP Number	ISIN Number
<input type="checkbox"/>	PG&E Corp	Common Stock (including any contract options related thereto)	69331C108	US69331C1080
<input type="checkbox"/>	Pacific Gas & Electric Co	Preferred 6% Dividend PERPETUAL	694308206	US6943082064
<input type="checkbox"/>	Pacific Gas & Electric Co	Preferred 5 PERP/CALL	694308503	US6943085034
<input type="checkbox"/>	Pacific Gas & Electric Co	Preferred 5.5 PERPETUAL	694308305	US6943083054
<input type="checkbox"/>	Pacific Gas & Electric Co	Preferred 4.36 PERP/CALL	694308883	US6943088830
<input type="checkbox"/>	Pacific Gas & Electric Co	Preferred 4.5 PERP/CALL	694308800	US6943088004
<input type="checkbox"/>	Pacific Gas & Electric Co	Preferred 4.8 PERP/CALL	694308701	US6943087014
<input type="checkbox"/>	Pacific Gas & Electric Co	Preferred 5 PERP/CALL	694308602	US6943086024
<input type="checkbox"/>	Pacific Gas & Electric Co	Preferred 5 PERPETUAL	694308404	US6943084045
<input type="checkbox"/>	Pacific Gas & Electric Co	3.95% due 12/1/2047	694308HY6	US694308HY69
<input type="checkbox"/>	Pacific Gas & Electric Co	3.95% due 12/1/2047	694308HX8	US694308HX86
<input type="checkbox"/>	Pacific Gas & Electric Co	3.95% due 12/1/2047	U69430AF0	USU69430AF01
<input type="checkbox"/>	Pacific Gas & Electric Co	4% due 12/1/2046	694308HR1	US694308HR19
<input type="checkbox"/>	Pacific Gas & Electric Co	4.25% due 3/15/2046	694308HN0	US694308HN05
<input type="checkbox"/>	Pacific Gas & Electric Co	4.75% due 2/15/2044	694308HH3	US694308HH37
<input type="checkbox"/>	Pacific Gas & Electric Co	4.3% due 3/15/2045	694308HL4	US694308HL49
<input type="checkbox"/>	Pacific Gas & Electric Co	5.125% due 11/15/2043	694308HF7	US694308HF70
<input type="checkbox"/>	Pacific Gas & Electric Co	4.6% due 6/15/2043	694308HD2	US694308HD23
<input type="checkbox"/>	Pacific Gas & Electric Co	3.75% due 8/15/2042	694308HA8	US694308HA83
<input type="checkbox"/>	Pacific Gas & Electric Co	4.45% due 4/15/2042	694308GZ4	US694308GZ44
<input type="checkbox"/>	Pacific Gas & Electric Co	4.5% due 12/15/2041	694308GY7	US694308GY78
<input type="checkbox"/>	Pacific Gas & Electric Co	5.4% due 1/15/2040	694308GS0	US694308GS01
<input type="checkbox"/>	Pacific Gas & Electric Co	6.25% due 3/1/2039	694308GQ4	US694308GQ45
<input type="checkbox"/>	Pacific Gas & Electric Co	6.35% due 2/15/2038	694308GM3	US694308GM31
<input type="checkbox"/>	Pacific Gas & Electric Co	5.8% due 3/1/2037	694308GJ0	US694308GJ02
<input type="checkbox"/>	Pacific Gas & Electric Co	5.8% due 3/1/2037	694308GK7	US694308GK74
<input type="checkbox"/>	Pacific Gas & Electric Co	6.05% due 3/1/2034	694308GE1	US694308GE15
<input type="checkbox"/>	Pacific Gas & Electric Co	6.05% due 3/1/2034	694308GH4	US694308GH46
<input type="checkbox"/>	Pacific Gas & Electric Co	4.65% due 8/1/2028	694308JA6	US694308JA65
<input type="checkbox"/>	Pacific Gas & Electric Co	4.65% due 8/1/2028	U69430AH6	USU69430AH66
<input type="checkbox"/>	Pacific Gas & Electric Co	3.3% due 12/1/2027	694308HW0	US694308HW04
<input type="checkbox"/>	Pacific Gas & Electric Co	3.3% due 12/1/2027	U69430AE3	USU69430AE36
<input type="checkbox"/>	Pacific Gas & Electric Co	3.3% due 12/1/2027	694308HV2	US694308HV21
<input type="checkbox"/>	Pacific Gas & Electric Co	3.3% due 3/15/2027	694308HS9	US694308HS91
<input type="checkbox"/>	Pacific Gas & Electric Co	2.95% due 3/1/2026	694308HP5	US694308HP52
<input type="checkbox"/>	Pacific Gas & Electric Co	3.5% due 6/15/2025	694308HM2	US694308HM22
<input type="checkbox"/>	Pacific Gas & Electric Co	3.4% due 8/15/2024	694308HK6	US694308HK65
<input type="checkbox"/>	Pacific Gas & Electric Co	3.75% due 2/15/2024	694308HG5	US694308HG53
<input type="checkbox"/>	Pacific Gas & Electric Co	3.85% due 11/15/2023	694308HE0	US694308HE06
<input type="checkbox"/>	Pacific Gas & Electric Co	4.25% due 8/1/2023	694308HZ3	US694308HZ35
<input type="checkbox"/>	Pacific Gas & Electric Co	4.25% due 8/1/2023	U69430AG8	USU69430AG83
<input type="checkbox"/>	Pacific Gas & Electric Co	3.25% due 6/15/2023	694308HC4	US694308HC40

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Check One Box Below	Issuer of Securities	Securities Description	CUSIP Number	ISIN Number
<input type="checkbox"/>	Pacific Gas & Electric Co	2.45% due 8/15/2022	694308HB6	US694308HB66
<input type="checkbox"/>	Pacific Gas & Electric Co	3.25% due 9/15/2021	694308GW1	US694308GW13
<input type="checkbox"/>	Pacific Gas & Electric Co	4.25% due 5/15/2021	694308GV3	US694308GV30
<input type="checkbox"/>	Pacific Gas & Electric Co	3.5% due 10/1/2020	694308GT8	US694308GT83
<input type="checkbox"/>	CA INFRA ECON DEV-F	Municipal Bond 1.75% due 11/1/2026	13034ASX9	US13034ASX99
<input type="checkbox"/>	CALIFORNIA ST INFRAST	Municipal Bond 1.75% due 11/1/2026	13034ASZ4	US13034ASZ48
<input type="checkbox"/>	CA PCR DLY PAPER-PACI	Municipal Bond 4% due 11/1/2026	130534XA3	US130534XA35
<input type="checkbox"/>	CA PCR VAR-REF-B-PACI	Municipal Bond 3.5% due 11/1/2026	130534XL9	US130534XL99
<input type="checkbox"/>	CA PCR DLY-PAC-E-CONV	Municipal Bond 3.5% due 11/1/2026	130534XX3	US130534XX38
<input type="checkbox"/>	CA INFRA-RF-VAR-A-PAC	Municipal Bond 3.75% due 11/1/2026	13033W3H4	US13033W3H41
<input type="checkbox"/>	CA PCR DLY-REF-F-PACI	Municipal Bond 3.25% due 11/1/2026	130534XD7	US130534XD73
<input type="checkbox"/>	CA INFR-VR-RF-B-PACIF	Municipal Bond 3.75% due 11/1/2026	13033W3J0	US13033W3J07
<input type="checkbox"/>	CA PCR VAR CAPCO MADR	Municipal Bond ADJ% due 9/1/2019	130535BA4	US130535BA48
<input type="checkbox"/>	CA POLLUTN-REF-C-PACI	Municipal Bond 3.5% due 12/1/2023	130534ZR4	US130534ZR42
<input type="checkbox"/>	SOLANO IRR REF-MONTIC	Municipal Bond 5.47% due 1/1/2020	834125BC9	US834125BC98
<input type="checkbox"/>	SOLANO IRR DIST DIV 1	Municipal Bond 9.15% due 1/1/2020	834125AN6	US834125AN62
<input type="checkbox"/>	SOLANO IRR-UNREF-#2	Municipal Bond 9.25% due 1/1/2020	834125BG0	US834125BG03
<input type="checkbox"/>	SOLANO IRR DIST DIV 2	Municipal Bond 9.25% due 1/1/2020	834125AM8	US834125AM89
<input type="checkbox"/>	Pacific Gas & Electric Co	7.25% due 8/1/2026	694308EV5	US694308EV57
<input type="checkbox"/>	Pacific Gas & Electric Co	7.25% due 8/1/2026	694308FF9	US694308FF98
<input type="checkbox"/>	Pacific Gas & Electric Co	7.25% due 8/1/2026	694308EX1	US694308EX14
<input type="checkbox"/>	Pacific Gas & Electric Co	7.25% due 8/1/2026	694308FR3	US694308FR37
<input type="checkbox"/>	Pacific Gas & Electric Co	7.25% due 8/1/2026	694308FZ5	US694308FZ52
<input type="checkbox"/>	Pacific Gas & Electric Co	7.25% due 3/1/2026	694308EM5	US694308EM58
<input type="checkbox"/>	Pacific Gas & Electric Co	7.25% due 3/1/2026	694308ET0	US694308ET02
<input type="checkbox"/>	Pacific Gas & Electric Co	7.25% due 3/1/2026	694308FQ5	US694308FQ53
<input type="checkbox"/>	Pacific Gas & Electric Co	7.25% due 3/1/2026	694308FY8	US694308FY87
<input type="checkbox"/>	Pacific Gas & Electric Co	8% due 10/1/2025	694308EP8	US694308EP89
<input type="checkbox"/>	Pacific Gas & Electric Co	8% due 10/1/2025	694308EL7	US694308EL75
<input type="checkbox"/>	Pacific Gas & Electric Co	8% due 10/1/2025	694308FM4	US694308FM40
<input type="checkbox"/>	Pacific Gas & Electric Co	8% due 10/1/2025	694308FG7	US694308FG71
<input type="checkbox"/>	Pacific Gas & Electric Co	8% due 10/1/2025	694308EK9	US694308EK92
<input type="checkbox"/>	Pacific Gas & Electric Co	8.375% due 5/1/2025	694308EF0	US694308EF08
<input type="checkbox"/>	Pacific Gas & Electric Co	8.375% due 5/1/2025	694308EJ2	US694308EJ20
<input type="checkbox"/>	Pacific Gas & Electric Co	8.375% due 5/1/2025	694308FX0	US694308FX05

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Check One Box Below	Issuer of Securities	Securities Description	CUSIP Number	ISIN Number
<input type="checkbox"/>	Pacific Gas & Electric Co	8.8% due 5/1/2024	694308DV6	US694308DV66
<input type="checkbox"/>	Pacific Gas & Electric Co	7.05% due 3/1/2024	694308FB8	US694308FB84
<input type="checkbox"/>	Pacific Gas & Electric Co	7.05% due 3/1/2024	694308FP7	US694308FP70
<input type="checkbox"/>	Pacific Gas & Electric Co	6.75% due 10/1/2023	694308EY9	US694308EY96
<input type="checkbox"/>	Pacific Gas & Electric Co	6.75% due 10/1/2023	694308EZ6	US694308EZ61
<input type="checkbox"/>	Pacific Gas & Electric Co	8.25% due 11/1/2022	694308EQ6	US694308EQ62
<input type="checkbox"/>	Pacific Gas & Electric Co	8.25% due 11/1/2022	694308EG8	US694308EG80
<input type="checkbox"/>	Pacific Gas & Electric Co	8.25% due 11/1/2022	694308EN3	US694308EN32
<input type="checkbox"/>	Pacific Gas & Electric Co	8.25% due 11/1/2022	694308FJ1	US694308FJ11
<input type="checkbox"/>	Pacific Gas & Electric Co	8.25% due 11/1/2022	694308FW2	US694308FW22
<input type="checkbox"/>	Pacific Gas & Electric Co	2.54138% due 11/28/2018	694308HU4	US694308HU48
<input type="checkbox"/>	Pacific Gas & Electric Co	2.54138% due 11/28/2018	694308HT7	US694308HT74
<input type="checkbox"/>	Pacific Gas & Electric Co	2.54138% due 11/28/2018	U69430AD5	USU69430AD52
<input type="checkbox"/>	Pacific Gas & Electric Co	8.25% due 10/15/2018	694308GN1	US694308GN14
<input type="checkbox"/>	Pacific Gas & Electric Co	5.625% due 11/30/2017	694308GL5	US694308GL57
<input type="checkbox"/>	Pacific Gas & Electric Co	1.51778% due 11/30/2017	694308HQ3	US694308HQ36
<input type="checkbox"/>	Pacific Gas & Electric Co	0.45835% due 5/11/2015	694308HJ9	US694308HJ92
<input type="checkbox"/>	CA INFRA-RF-E-PACIFIC	Municipal Bond 2.25% due 11/1/2026	13033W3Z4	
<input type="checkbox"/>	CA INFRA-RF-C-PACIFIC	Municipal Bond due 12/1/2016	13033W3G6	
<input type="checkbox"/>	CA POLLUTN-REF-A-PACI	Municipal Bond 3.5% due 12/1/2023	130534ZP8	
<input type="checkbox"/>	CA INFRA REF-GAS-F	Municipal Bond 3.75% due 11/1/2026	13033WU84	
<input type="checkbox"/>	CA INFRA-RF-D-PACIFIC	Municipal Bond due 12/1/2016	13033W3K7	
<input type="checkbox"/>	CA ECON-VAR-RF-E-3/11	Municipal Bond ADJ% due 11/1/2026	13033WF81	
<input type="checkbox"/>	CA INFRA VAR-B-PACIFI	Municipal Bond ADJ% due 11/1/2026	13033WSA2	
<input type="checkbox"/>	CA DEV VAR-A-PACIFIC	Municipal Bond ADJ% due 11/1/2026	13033WG31	
<input type="checkbox"/>	CA INFRA VAR-A-PACIFI	Municipal Bond ADJ% due 11/1/2026	13033WRZ8	
<input type="checkbox"/>	CA PCR DLY-REF-G-PACI	Municipal Bond ADJ% due 2/1/2016	130534XE5	
<input type="checkbox"/>	CA ECON-VAR-RF-F-3/12	Municipal Bond ADJ% due 11/1/2026	13033WF99	
<input type="checkbox"/>	CA DEV VAR-C-PACIFIC	Municipal Bond due 12/1/2016	13033WG56	
<input type="checkbox"/>	CA INFRA VAR-F-PACIFI	Municipal Bond ADJ% due 11/1/2026	13033WSE4	
<input type="checkbox"/>	CA PCR-REF-A-PAC	Municipal Bond 5.35% due 12/1/2016	130534WY2	
<input type="checkbox"/>	CA POLLUTN-REF-D-PACI	Municipal Bond 3.5% due 12/1/2023	130534ZS2	
<input type="checkbox"/>	CA ECON-VAR-RF-D-3/11	Municipal Bond due 12/1/2016	13033WF73	
<input type="checkbox"/>	CA ECON-VAR-RF-3/14	Municipal Bond due 12/1/2018	13033WG23	
<input type="checkbox"/>	CA DEV VAR-B-PACIFIC	Municipal Bond ADJ% due 11/1/2026	13033WG49	

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Check One Box Below	Issuer of Securities	Securities Description	CUSIP Number	ISIN Number
<input type="checkbox"/>	CA INFRA VAR-C-PACIFI	Municipal Bond due 12/1/2016	13033WSB0	
<input type="checkbox"/>	CA INFRA VAR-D-PACIFI	Municipal Bond due 12/1/2016	13033WSC8	
<input type="checkbox"/>	CA INFRA VAR-E-PACIFI	Municipal Bond due 12/1/2016	13033WSD6	
<input type="checkbox"/>	CA INFRA VAR-G-PACIFI	Municipal Bond due 12/1/2018	13033WSF1	
<input type="checkbox"/>	CA INFRA VAR-GAS- PACIFI	Municipal Bond due 12/1/2018	13033WU92	
<input type="checkbox"/>	CA INFRA VAR-REF-PACI	Municipal Bond ADJ% due 11/1/2026	13033WW25	
<input type="checkbox"/>	CA INFRA VAR-PACIFIC	Municipal Bond ADJ% due 11/1/2026	13033WW33	
<input type="checkbox"/>	CA INFRA VAR-PACIFIC	Municipal Bond due 12/1/2016	13033WW41	
<input type="checkbox"/>	CA INFRA VAR-PACIFIC	Municipal Bond due 12/1/2016	13033WW58	
<input type="checkbox"/>	CA POLLUTN-REF-B-PACI	Municipal Bond 3.5% due 12/1/2023	130534ZQ6	
<input type="checkbox"/>	NEVADA IRR YUBA PAC	Municipal Bond 3.75% due 7/1/2013	641321BT0	
<input type="checkbox"/>	CA POLLT-PAC GAS- REMK	Municipal Bond 4.75% due 12/1/2023	130534A83	
<input type="checkbox"/>	CA POOLT-PAC GAS- REMK	Municipal Bond 4.75% due 12/1/2023	130534B25	
<input type="checkbox"/>	CA POOLT-PCS GAS REMK	Municipal Bond 4.75% due 12/1/2023	130534B33	
<input type="checkbox"/>	CA POLLT-PAC GAS- REMK	Municipal Bond 4.75% due 12/1/2023	130534B66	
<input type="checkbox"/>	CA POLLT-PAC GAS- REMK	Municipal Bond 4.75% due 12/1/2023	130534A91	
<input type="checkbox"/>	SOLANO IRR-REF- MONTIC	Municipal Bond 5.29% due 1/1/2016	834125AY2	
<input type="checkbox"/>	SOLANO IRR-UNREF-#2	Municipal Bond 9.15% due 1/1/2020	834125BF2	

Annex A

Part II

Please note that you must submit a **SEPARATE** Part II for **EACH** CUSIP you check in Part I. If you purchased/acquired more than one CUSIP, you must make additional copies of Part II and affix them to your Part I.

CUSIP (or Option Series): _____

Beginning Holdings:

On the line below, state the total number of publicly traded equity securities (in shares) or debt securities (in dollars) held as of the opening of trading on April 29, 2015. If none, write "0 shares" or "\$0". Please provide documentation.

_____ (shares / dollars)

Purchase / Acquisitions

Separately list each and every purchase or acquisition of the Debtors' publicly traded equity securities or debt securities from April 29, 2015 through November 15, 2018, both dates inclusive, and provide the following information (must be documented)

Purchase/Acquisition Date (List Chronologically) (Month/Day/ Year)	Number of Shares or Amount of Notes (in dollars) Purchased	Price per Share / Note	Total Cost (excluding Commissions, Taxes, and Fees)

Sales

Separately list each and every sale of the Debtors' publicly traded equity securities or debt securities from April 29, 2015 through November 15, 2018, both dates inclusive, and provide the following information (must be documented)

Sale Date (List Chronologically) (Month/Day/ Year)	Number of Shares or Amount of Notes (in dollars) Sold	Price per Share / Note	Total Cost (excluding Commissions, Taxes, and Fees)

Ending Holdings:

On the line below, state the total number of the Debtors' publicly traded equity securities (in shares) or debt securities (in dollars) held as of the close of trading on November 15, 2018. If none, write "0 shares" or "\$0". Please provide documentation.

_____ (shares / dollars)

EXHIBIT B



Signed and Filed: February 24, 2020

DENNIS MONTALI
U.S. Bankruptcy Judge

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA

In re:) Bankruptcy Case
PG&E CORPORATION,) No. 19-30088-DM
- and -) Chapter 11
PACIFIC GAS AND ELECTRIC COMPANY,) Jointly Administered
Debtors.)
☐ Affects PG&E Corporation)
☐ Affects Pacific Gas and Electric Company)
☒ Affects both Debtors)
** All papers shall be filed in the Lead Case, No. 19-30088 (DM).*

MEMORANDUM DECISION REGARDING MOTION TO APPLY RULE 7023

Lead Plaintiffs (“Movants¹”) in pending district court litigation filed a motion (the “Motion”) (dkt. #5042) to apply Federal Rule of Civil Procedure 23, made applicable here by Federal Rule of Bankruptcy Procedure (“FRBP”) 7023 to their class proofs of claim on December 9, 2019. Debtors and the Official Committee of Tort Claimants (“TCC”) filed

¹ Movants are as defined in the Motion.

1 oppositions and the matter was heard on January 29, 2020. Following that hearing, the court
2 issued a tentative ruling (dkt. #5604) signaling its intent to either grant the Motion or extend the
3 claims bar date to allow individual members of the class to file proofs of claim, and soliciting
4 further briefing from the parties regarding those options. The parties filed supplemental briefs,
5 the matter was again heard on February 20, 2020, and the matter was submitted. For the
6 reasons below, the court will deny the Motion but will also extend the claims bar date for
7 individual members of the class.

8 **Background**

9 Movants filed a complaint in district court on June 12, 2018, which suit was eventually
10 consolidated and a lead plaintiff appointed (hereinafter the “Securities Litigation”). After
11 Debtors filed bankruptcy on January 29, 2019, the Securities Litigation was automatically
12 stayed by virtue of 11 U.S.C. § 362(a), Debtors filed an adversary proceeding to enjoin
13 continued prosecution of the Securities Litigation (AP No. 19-03006). After the lead plaintiff
14 there was dismissed from the adversary proceeding, Debtors were given a timeline to file a new
15 adversary proceeding seeking to enjoin the plaintiffs from prosecution of the proceeding against
16 the remaining non-debtor defendants in the district court action (AP No. 19-3039).

17 Briefly, Movants’ claims against Debtors amount to securities fraud claims, alleging that
18 Debtors (and others) misled investors about their wildfire safety practices. Movants allege that
19 these practices artificially inflated stock prices, which then dropped after information regarding
20 Debtors’ improper safety practices emerged between 2017 and 2018. Movants also bring
21 claims regarding the accuracy of certain offering documents for notes issued between 2016 and
22 2018. Movants represent a class of investors who acquired securities between April 2015 and
23 November 2018 and suffered losses as a result of the alleged misleading statements. Currently,
24 non-Debtor defendants have filed a motion to dismiss the Securities Litigation, which has been
25 submitted for resolution by the district court.

26 **Analysis**

27 Movants request application of FRBP 7023 to their timely filed class proofs of claim
28 (POC ##72193, 72273). Class proofs of claim are permitted in bankruptcy cases, typically

1 using a two-step process, whereby the court first allows the class proof of claim to be filed, and
2 then determines whether certification is appropriate. *See In re Musicland Holding Corp.*, 362
3 B.R. 644, 651 (Bankr. S.D.N.Y. 2007). In considering the first step, courts typically apply the
4 factors laid out in *In re Musicland Holding Corp.*, which are as follows:

- 5 1) whether the class was certified pre-petition;
- 6 2) whether members of the putative class received notice of the bar date, and
- 7 3) whether class certification will adversely affect the administration of the estate.

8 *Id.* at 654 (citations omitted). In applying the first factor, the class here has not yet been
9 certified, but this fact is not fatal to Movants. Because a motion to dismiss is currently pending
10 in the Securities Litigation, Movants are unable to certify their class at this point. 15 U.S.C.
11 § 78u-4(b)(3)(B) (West) (“[i]n any private action arising under this chapter, all discovery and
12 other proceedings shall be stayed during the pendency of any motion to dismiss”).
13 Consequently, this factor does not weigh against them. *See In re MF Glob. Inc.*, 512 B.R. 757,
14 763 (Bankr. S.D.N.Y. 2014); *Schuman v. The Connaught Grp., Ltd. (In re The Connaught Grp.,*
15 *Ltd.)*, 491 B.R. 88, 98 (Bankr.S.D.N.Y.2013).

16 The second factor weighs heavily in favor of granting the Motion. Previously in this
17 case, the claims bar date was extended to October 21, 2019, and then extended to a later date
18 specifically for wildfire victim claimants. Putative members of the class did not receive actual
19 notice of the general claims bar date (although Debtors argue that they certainly received
20 constructive notice). The parties appear to agree that known creditors are entitled to actual
21 written notice of the claims bar date. *See Chemetron Corp. v. Jones*, 72 F.3d 341, 346 (3d Cir.
22 1995). However, the parties differ on whether members of the putative class are known
23 creditors. A known creditor is one whose identity is either known or reasonably ascertainable
24 by the debtor, and all creditors’ identities are reasonably ascertainable if they can be identified
25 through reasonably diligent efforts. *Id.* (citation omitted). Reasonable diligence generally
26 requires a search of a debtor’s books and records. *Id.* Debtors here were aware of the
27 Securities Litigation, filed in 2018, and of its consolidation with other action. Debtors
28 participated in the litigation and filed an adversary proceeding against the lead plaintiff, in this

1 bankruptcy. As such, Debtors knew of the existence of the putative class members and their
2 status as potential creditors. An examination of their books and records would have yielded this
3 information. Consequently, the putative class members here are known creditors entitled to
4 actual written notice. As Debtors failed to provide this notice, this factor weighs in favor of
5 granting the Motion. The briefing indicates that there is a well-established procedure for
6 noticing investors through nominees. Initially, Debtors indicated that they were unable to
7 implement this procedure (dkt. #5370) but have since reversed their position and stated that
8 they are able to implement this procedure (dkt. #5789).

9 The third factor is of particular importance to this bankruptcy—it is unclear at this point
10 whether class certification will adversely affect administration of the estate, and the court is
11 inclined to weigh this factor in favor of Debtors. This bankruptcy faces the anomalous
12 circumstance of a legislative deadline for plan confirmation, and numerous other considerations
13 that render the timeline for confirmation to be shorter than most other cases. Disclosure and
14 confirmation deadlines have been set and significant resources are being expended to ensure
15 that confirmation will occur by the end of June 2020. However, unlike in *Musicland*, the
16 parties here did not sit on their rights until it was too late. *See Musicland*, 362 B.R. at 649.
17 Instead, Movants here are prejudiced by an extrinsic deadline for confirmation that is unrelated
18 to their claims. The court is also aware of the possibility that it may grant this motion and then
19 be forced to deny the subsequent class certification motion—which would give all parties even
20 less time to cure the due process issues laid out above, and potentially derail a precarious
21 confirmation process. At this juncture, it appears granting the Motion may result in more chaos
22 than certainty. It is ultimately a close call, but the alternative route described below appears
23 poised to generate less (but likely some) chaos.

24 Because Debtors did not make a reasonable effort to give actual notice to class members
25 of the claims bar date, the court will extend the bar date for this group of creditors. This
26 alternative has been recognized by other courts. *See Connaught*, 491 B.R. at 97 (“[i]f a class
27 action was filed prior to the running of the statute of limitations and class certification is denied,
28 the tolling of the statute of limitations will give the class members additional time to assert their

1 individual rights. . . . The same tolling rule applies in bankruptcy. If the representative files a
2 timely adversary proceeding or class proof of claim, and the Court denies a motion to certify the
3 class, it should set a reasonable bar date to allow the members of the putative class to file
4 individual claims.”). Movants here filed a timely proof of claim, thus, the court is prepared to
5 follow the reasoning in *Connaught* and set a reasonable bar date to allow class members to file
6 individual proofs of claim.

7 **Conclusion**

8 The court will separately issue a proposed order on the Motion and a proposed, revised,
9 notice of extended bar date.

10 ***** END OF MEMORANDUM *****